

**MINUTES OF THE ANNUAL MEETING OF THE  
BOARD OF DIRECTORS OF  
TERRA ACADEMY, INC.**

The minutes of the annual meeting of board of directors of Terra Academy, Inc., held at USU Uintah Basin, Room B117D, Vernal, Utah, on the 19<sup>th</sup> day of February, 2015, at 6:00 p.m. are as follows:

The meeting was called to order by Cassie Hayes, the President of Terra Academy, Inc., who presided and acted as Chairman for the meeting. Kristy Aycock, Secretary of the corporation, acted as secretary of the meeting and recorded the minutes thereof. Jared McKeachnie, Vice President, William L. Reynolds, attorney for the corporation, and Lianna Etchberger were also present.

At the request of the Chairman, the Secretary identified all registered board members of the corporation and noted the presence of all board members. At the request of the Chairman, the Secretary presented to the meeting the written Waiver of Notice of Annual Meeting which has been executed by all board members and is attached hereto.

The Chairman directed that the minute book of the corporation be kept open for inspection of the board members throughout the course of the meeting.

The Chairman announced that a quorum of board members were present for all purposes and that the meeting would now proceed to the transaction of the business for which it had been called.

On motion duly made by the Chairman, seconded and carried, all actions shall be approved or disapproved by voice vote.

The Chairman presented an oral report of the state of the corporation as follows: Tthis past summer the board made a decision to lease a new building that will be built for the school on Aggie Boulevard. In October the board adopted and ratified a Committee Policy, Conflict of Interest Policy, Complaint Policy, and Sponsorship and Material Display Policy. In November of 2014 the board adopted a Gifts and Conflicts of Interest Policy, Human Resources Procedure and Records Policy, Whistleblower Policy, Parent Involvement policy, and Data Management Policy. The board also decided to appoint Cassie Hays for the position of the Director of Terra Academy.

In December of 2014 the board made the decision to use an electronic check signing system to ease the process of writing business expense checks. The board also adopted an official template

for email addresses of [firstinitiallastname@theterraacademy.org](mailto:firstinitiallastname@theterraacademy.org). Board members have been assigned email addresses, teachers will get them as they come on. The chairman also represented that a more detailed summary of the Corporation's activities this past year are outlined in the minutes of the Boards monthly meetings which are posted on Terra's website. It was also represented that Kristy Aycock and Cassie Hayes would no longer seek appointment to the Board in light of there anticipated continued employment at the school.

The Chairman called for nominations for Board Members to serve one-year terms until their successors are elected and qualified. The Chairman nominated, and the nominations were seconded as to the following persons:

Lianna Etchberger  
Pam Rosal  
Jared McKeachnie  
Melissa Huber

The Chairman called for further nominations, but none were made. Thereupon the Chairman called for a polling of the board members whereupon all board members were present voted in favor of the foregoing nominees and no votes were cast against them. The Chairman announced that the foregoing nominees had been elected to serve as board members of the Corporation for one year and until their successors are elected and qualified.

The following nominations for officers of the Corporation to serve for one year or until their successors are elected and qualified were made.

President	Lianna Etchberger
Vice President	Jared McKeachnie
Secretary	Pam Rosal
Treasurer	Melissa Huber

There being no further nominations, the foregoing persons were unanimously elected to the offices set forth opposite their respective names.

On motion duly made by the Chairman, seconded and unanimously carried, all proceedings of the Board of Directors since the last annual meeting of the corporation, and all acts pursuant thereto taken by members of the Board of Directors or by officers of the corporation, were ratified and approved in all respects.

The Chairman invited any other motion to be made, there being none except a motion of the Secretary to adjourn. The motion to adjourn was seconded and approved unanimously and the meeting was adjourned.

DATED this 19<sup>th</sup> day of February, 2015.

**TERRA ACADEMY, INC.**

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Jared McKeachnie

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Cassie Hays

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Kristy Aycock

**CONSENTED TO BY:**

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Pam Rosal

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Melissa Huber